

**Certification of Undertaking 5**

Golden West, Anthem, and AHC undertake that premiums payable by Golden West subscribers and enrollees will not increase as a result of the Merger, and Anthem and AHC will provide a written commitment, addressed to the Director of the Department and executed by Anthem's and AHC's Chief Executive Officers, expressly to that effect. In order to demonstrate and assure compliance with this undertaking and commitment, which will remain in effect during the Merger Debt Period, Golden West, Anthem and AHC will provide annual written certifications to the Department on the anniversary date of the Merger that:

(1) Golden West's practices and methodologies for determining premium rates after the Merger have not varied from Golden West's pre-Merger practices and methodologies;

**Golden West Response:**

**The Merger has not affected Golden West's pricing practices and methodologies. The process of calculating medical trends, commissions, administrative loads and profit loads is consistent with pre-Merger practice. As such, Golden West's method of determining premiums rates has not changed.**

**Certified by:**  
**Tom Strickland**

(2) No debt rating factor relating to the indebtedness that Anthem has incurred to finance Anthem's cash requirements for the Merger has been included as part of such post-Merger practices and methodologies;

**Golden West Response:**

**Golden West confirms that no debt-rating factor relating to the indebtedness that Anthem has incurred has been included in post-Merger practices and methodologies.**

**Certified by:**  
**David Kretschmer**

(3) Golden West's practices and methodologies for determining products and benefit designs after the Merger have not varied from Golden West's pre-Merger practices and methodologies;

**Golden West Response:**

**Golden West confirms that its practices and methodologies for determining products and benefit designs did not change after the Merger.**

**Certified by:**  
**Derek Bridges**

(4) Anthem has paid all executive change in control severance payments and retention bonus payments made during the period of the certification by reason of the Merger as provided in Undertaking 1 above and, as represented in the Notice of Material Modification, the transaction expenses of the Merger have not been borne by Golden West;

**Golden West Response:**

**This confirms that Anthem paid all executive change in control severance payments and retention bonus payments and the transaction expenses of the Merger have not been borne by Golden West.**

**Certified by:**  
**Clark Millman**

(5) Anthem had cash on hand immediately prior to the closing of the Merger that was adequate to discharge all obligations relating to the Merger and payable to officers and directors of Anthem and WellPoint, as required by Undertaking 1;

**Golden West Response:**

**This confirms that Anthem had cash on hand immediately prior to the closing of the Merger that was adequate to discharge all obligations relating to the Merger and payable to officers and directors of Anthem and WellPoint, as required by Undertaking 1.**

**Certified by:**

**Clark Millman**

(6) Golden West's dividends have not exceeded the limitations in Undertakings 2 and 3 above; and

**Golden West Response:**

**This confirms that BCC's dividends have not exceeded the limitations in Undertakings 2 and 3.**

**Certified by:**

**David Kretschmer**

(7) Golden West has filed with the Department each year an actuarial memorandum that certifies that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger. Golden West shall also certify annually to the Department (1) that no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, (2) that no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger and (3) in the event there were reductions in the level of reimbursement of Golden West health care providers, as defined in Health and Safety Code Section 1345(i), such reductions were not attributable to the payments described in (4) above.

**Golden West Response:**

**Golden West confirms that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger.**

**Golden West also confirms that 1) no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, and 2) no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger, and 3) there were no reductions in the level of reimbursement of Golden West health care providers attributable to the payments described in (4) above as these payments were made by Anthem.**

**Certified by:**

**Tom Strickland**

**Clark Millman**

Certified on November 30, 2005 by:

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Tom Strickland  
Vice President, Actuarial  
Golden West Health Plan

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Derek Bridges  
Senior Vice President  
Golden West Health Plan

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David Kretschmer  
Vice President and Treasurer  
WellPoint, Inc.

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Clark Millman  
Vice President and Controller  
WellPoint, Inc.

**Golden West Response:**

This confirms that Anthem had cash on hand immediately prior to the closing of the Merger that was adequate to discharge all obligations relating to the Merger and payable to officers and directors of Anthem and WellPoint, as required by Undertaking 1.

**Certified by:**  
**Clark Millman**

(6) Golden West's dividends have not exceeded the limitations in Undertakings 2 and 3 above; and

**Golden West Response:**

This confirms that BCC's dividends have not exceeded the limitations in Undertakings 2 and 3.

**Certified by:**  
**David Kretschmer**

(7) Golden West has filed with the Department each year an actuarial memorandum that certifies that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger. Golden West shall also certify annually to the Department (1) that no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, (2) that no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger and (3) in the event there were reductions in the level of reimbursement of Golden West health care providers, as defined in Health and Safety Code Section 1345(i), such reductions were not attributable to the payments described in (4) above.

**Golden West Response:**

Golden West confirms that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger.

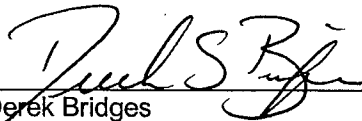
Golden West also confirms that 1) no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, and 2) no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger, and 3) there were no reductions in the level of reimbursement of Golden West health care providers attributable to the payments described in (4) above as these payments were made by Anthem.

**Certified by:**  
**Tom Strickland**  
**Clark Millman**

Certified on November 30, 2005 by:



Tom Strickland  
Vice President, Actuarial  
Golden West Health Plan



Derek Bridges  
Senior Vice President  
Golden West Health Plan

David Kretschmer  
Vice President and Treasurer  
WellPoint, Inc.

Clark Millman  
Vice President and Controller  
WellPoint, Inc.

**Golden West Response:**

**This confirms that Anthem had cash on hand immediately prior to the closing of the Merger that was adequate to discharge all obligations relating to the Merger and payable to officers and directors of Anthem and WellPoint, as required by Undertaking 1.**

**Certified by:**  
**Clark Millman**

(6) Golden West's dividends have not exceeded the limitations in Undertakings 2 and 3 above; and

**Golden West Response:**

**This confirms that BCC's dividends have not exceeded the limitations in Undertakings 2 and 3.**

**Certified by:**  
**David Kretschmer**

(7) Golden West has filed with the Department each year an actuarial memorandum that certifies that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger. Golden West shall also certify annually to the Department (1) that no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, (2) that no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger and (3) in the event there were reductions in the level of reimbursement of Golden West health care providers, as defined in Health and Safety Code Section 1345(i), such reductions were not attributable to the payments described in (4) above.

**Golden West Response:**

**Golden West confirms that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger.**

**Golden West also confirms that 1) no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, and 2) no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger, and 3) there were no reductions in the level of reimbursement of Golden West health care providers attributable to the payments described in (4) above as these payments were made by Anthem.**

**Certified by:**  
**Tom Strickland**  
**Clark Millman**

Certified on November 30, 2005 by:

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Tom Strickland  
Vice President, Actuarial  
Golden West Health Plan

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David Kretschmer  
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Derek Bridges  
Senior Vice President  
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Clark Millman  
Vice President and Controller  
WellPoint, Inc.

**Golden West Response:**

This confirms that Anthem had cash on hand immediately prior to the closing of the Merger that was adequate to discharge all obligations relating to the Merger and payable to officers and directors of Anthem and WellPoint, as required by Undertaking 1.

**Certified by:****Clark Millman**

(6) Golden West's dividends have not exceeded the limitations in Undertakings 2 and 3 above; and

**Golden West Response:**

This confirms that BCC's dividends have not exceeded the limitations in Undertakings 2 and 3.

**Certified by:****David Kretschmer**

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**Golden West Response:**

Golden West confirms that no portion of the cost components of any premium rate charged for any individual or small group product offered in California by Golden West includes a charge related to the financing of the Merger.

Golden West also confirms that 1) no portion of the cost components of any rate or fee charged for any large group product offered in California by Golden West includes a charge related to the financing of the Merger, and 2) no portions of the copayments, deductibles or similar features of any Golden West products includes a charge related to the financing of the Merger, and 3) there were no reductions in the level of reimbursement of Golden West health care providers attributable to the payments described in (4) above as these payments were made by Anthem.

**Certified by:****Tom Strickland****Clark Millman**

Certified on November 30, 2005 by:

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Tom Strickland  
Vice President, Actuarial  
Golden West Health Plan

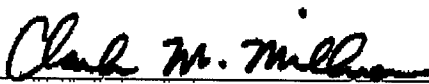
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